CONTRACT #14 RFS # N/A FA # N/A

University of Tennessee Knoxville

VENDOR: NTRC, Inc.



VICE PRESIDENT FOR STRATEGIC PLANNING AND OPERATIONS

August 4, 2008

Mr. Jim White
Executive Director
Fiscal Review Committee
320 Sixth Avenue, North – 8th Floor
Nashville, TN 37243-0057

Dear Mr. White:

The University of Tennessee, Knoxville is submitting for the committee's review a non-competitively bid contract with the National Transportation Research Center, Inc. (NTRCI) for assistance in developing new research opportunities with private industry and federal agencies with a particular focus on new vehicle technologies, logistics, and other transportation systems. The NTRCI is a private, non-profit corporation formed by UT, Oak Ridge National Laboratory, and the Development Corporation of Knox County to promote the safety and efficacy of the transportation industry, job retention and development, economic development of the region, and education regarding transportation and the transportation industry.

The proposed contract amendment of \$52,000 with an effective date of October 1, 2008 extends the existing contract for marketing services through September 30, 2009. With this amendment, the contract has a total maximum cost not to exceed \$300,000 since the inception of this contract on December 1, 2003 thereby resulting in the submittal of this amendment for the committee's review.

If you have questions or need additional information, please let me know.

Respectfully,

Syluz Shanner Mario

Sylvia Shannon Davis
Vice President for Strategic Planning and Operations

c: Dr. John D. Petersen

Ms. Denise Barlow

Dr. David Millhorn

Mr. Anthony Havnes

Mr. Charles Peccolo

Dr. Jan Simek

THE UNIVERSITY OF TENNESSEE REQUEST: NON-COMPETITIVE AMENDMENT

APPROVED:	
UT System Office Approval	Date
UT System Office Approval	Date

	EACH REQUEST ITEM BELOW MUST BE DETAILED OR ADDRESSED AS REQUIRED.						
1)	UT Tracking Number:						
2)	Campus/Institute Name:	The University of Tennes	see- Knoxville				
		EXISTING CO	ONTRACT INFORMATION				
3)	Short Description:	Extend marketing agreen	nent with National Transportation Re	search Center, Inc. (NTRCI)			
4)	Proposed Vendor:	Name:	NTRC, Inc.				
		Vendor Number:	1055181				
		Vendor ID:					
5)	Contract #	102954					
6)	Contract Start Date: 08/15/2003						
7)) <u>Current</u> Contract End Date IF <u>all</u> Options to Extend the Contract are Exercised: 09/30/2008						
8)	Current Total Maximum Cost IF all Options to Extend the Contract are Exercised: \$248,000						
PROPOSED AMENDMENT INFORMATION							
9)	Proposed Amendment # 3						
10)	0) Proposed Amendment Effective Date: 10/01/2008						
11)	1) Proposed Contract End Date IF all Options to Extend the Contract are Exercised: 09/30/2009						
12)	12) Proposed Total Maximum Cost IF all Options to Extend the Contract are Exercised: \$300,000						
13)	Approval Criteria: (select one)	use of Non-Competitive Negotiation is in the best interest of the university					
	\boxtimes	only one uniquely qualified service provider able to provide the service					
14)	14) Description of the Proposed Amendment Effects & Any Additional Service						
The	The proposed amendment provides UT, Knoxville with continued assistance in developing new research opportunities with						

private industry and federal agencies with a particular focus on new vehicle technologies, logistics, and other transportation systems. 15) Explanation of Need for the Proposed Amendment: NTRC, Inc. will continue to promote the University in areas of joint interest. 16) Name & Address of Vendor/Contractor's Current Principal Owner(s): (not required if proposed contractor is a state education institution) NTRC, Inc., 2360 Cherahala Blvd., Knoxville, TN 37932 17) Documentation of Office for Information Resources Endorsement: N/A (required only if the subject service involves information technology) 18) Documentation of Department of Personnel Endorsement: (required only if the subject service involves training for state employees) 19) Documentation of State Architect Endorsement: ,: N/A (required only if the subject service involves construction or real property related services) 20) Description of Procuring Agency Efforts to Identify Reasonable, Competitive, Procurement Alternatives: The NTRCI is a private, non-profit corporation formed by UT; ORNL, and the Development Corporatiopn of Knox County and is the organization that provides UT with transportation related marketing services. :

NTRCI serves as the university's resource for obtaining assistance in developing new transportation research opportunities with private industry and federal agencies.

21) Justification for the Proposed Non-Competitive Amendment:

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AMENDMENT NO.3

to

EXHIBIT A

TASK ORDER No. 004

to

AGREEMENT

between

NATIONAL TRANSPORTATION RESEARCH CENTER, INC.

and

THE UNIVERSITY OF TENNESSEE

PROJECT: MARKETING SERVICES

This Amendment No. 3 to Task Order No. 004 ("TO 004") between the parties dated August 6, 2004, is entered into effective October 1, 2008, pursuant to the Agreement between National Transportation Research Center, Inc. ("NTRCI") and The University of Tennessee ("UT") dated November 19, 2002 ("UT-NTRCI Agreement"). The Task Order 004 is amended as follows:

1. ATTACHMENTS: A-1

Statement of Work with Deliverables and

Due Dates and Budget

A-1 Amendment 3

Task Order 004 is amended as set forth in

Attachment A-1, Amendment 3

3. PERIOD OF PERFORMANCE:

Beginning Date: August 15, 2003 Completion Date: September 30, 2009 Period of Performance is extended from October 1, 2008 through September 30, 2009.

4. PRINCIPAL INVESTIGATORS:

For Performing Party:

For Funding Party:

Principal Investigator: Joseph A. Petrolino

Principal Investigator: Denise Barlow

5. BUDGET: Attached as Attachment A-1. The total budget for this Task Order 004 is increased from \$248,000 to \$300,000. The budget for FY2009 authorized by this Amendment 3 is \$52,000 to be paid in full upon commencement of work, and presentation of an invoice from NTRCI.

All other terms and conditions of this Task Order 004 remain unchanged.

IN WITNESS WHEREOF, the parties have executed this Amendment 3 to Task Order No. 004 effective as of the date first above written.

NATIONAL TRANSPORTATION RESEARCH CENTER, INC	THE UNIVERSITY OF TENNESSEE
By: Vod A	Ву;
Name: Joseph A. Petrolino	Name:
Title: Vice President	Title:
Date: 7/14/08	Date:

TO

ATTACHMENT A-1

STATEMENT OF WORK and DELIVERABLES:

UT desires assistance in developing new research opportunities with private industry and federal agencies, particularly focusing on new vehicle technologies, logistics, and other transportation systems. UT requests marketing services to be performed in development of research opportunities as follows:

- 1. Assist in the development of synergistic relationships with private sector companies and/or entities that might be useful collaborators with UT staff.
- 2. Explore possible development of new federal and state transportation logistics systems and assist in linking UT staff to on-going policy and strategic planning efforts.
- 3. Assist in marketing and business development of transportation technology related products developed by UT as requested.
- 4. Provide marketing and business development assistance for transportation technology related research, development, testing, and demonstration capabilities of UT to local, state, and federal agencies as well as private industry.
- 5. Provide assistance in linking UT to transportation opportunities within the Department of Defense.
- 6. Provide consultation and advice to UT on transportation related opportunities.
- 7. Provide professional services as necessary and appropriate to carry out the above services.
- 8. Provide written and oral reports as may be requested from time to time.

PROPOSED BUDGET AND PAYMENTS:

This Amendment 3 authorizes work for FY2009 (October 1, 2008 through September 30, 2009), and adds \$52,000 in budget to accomplish the above Statement of Work. Payment of \$52,000 for the FY2009 effort will be made in full upon the commencement of work and presentation of an invoice from NTRCI.

The total budget authorized for work under this Task Order 004 is increased from \$248,000 to \$300,000.

NTRCI

AMENDMENT NO.2

to

EXHIBIT A

TASK ORDER No. 004

to

AGREEMENT

between

NATIONAL TRANSPORTATION RESEARCH CENTER, INC.

and

THE UNIVERSITY OF TENNESSEE

PROJECT: MARKETING SERVICES

This Amendment No. 2 to Task Order No. 004 ("TO 004") between the parties dated August 6, 2004, is entered into effective **October 1, 2007**, pursuant to the Agreement between National Transportation Research Center, Inc. ("NTRCI") and The University of Tennessee ("UT") dated November 19, 2002 ("UT-NTRCI Agreement"). The Task Order 004 is amended as follows:

1. ATTACHMENTS: A-1

Statement of Work with Deliverables and

Due Dates and Budget

A-1 Amendment 2

Task Order 004 is amended as set forth in

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Attachment A-1, Amendment 2

3. PERIOD OF PERFORMANCE:

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Beginning Date: August 15, 2003 Completion Date: September 30, 2008 Period of Performance is extended from October 1, 2007 through September 30, 2008.

4. PRINCIPAL INVESTIGATORS:

For Performing Party:

For Funding Party:

Principal Investigator: Joseph A. Petrolino

Principal Investigator: Denise Barlow

5. BUDGET: Attached as Attachment A-1. The total budget for this Task Order 004 is increased from \$150,000 to \$248,000. The budget for FY2008 authorized by this Amendment 2 is \$98,000 to be paid in full upon commencement of work, and presentation of an invoice from NTRCI.

All other terms and conditions of this Task Order 004 remain unchanged.

IN WITNESS WHEREOF, the parties have executed this Amendment 2 to Task Order No. 004 as of the date first above written.

NATIONAL TRANSPORTATION RESEARCH CENTER, INC	THE U	NIVERSITY OF TENNESSEE
By: Jag Muli	By: Elex	ul Me denal.
Name: Joseph A. Petrolino	Name:	Charics 11. Coccelo
Title: Vice President	Title:	Charice M. Coccolo Vice Pres. & Treasurer
Date: 2/11/2008	Date:	FEB 1 5 2008

In compliance with the requirements of Chapter 878, Public Acts of 2006, the Contractor hereby attests that the Contractor shall not knowingly utilize the services of an itiegal immigrant in the performance of this Contract and shall not knowingly utilize the services of any subcontractor who will utilize the services of an illegal immigrant in the performance of this Contract.

TO

ATTACHMENT A-1

STATEMENT OF WORK and DELIVERABLES:

UT desires assistance in developing new research opportunities with private industry and federal agencies, particularly focusing on new vehicle technologies, logistics, and other transportation systems. UT requests marketing services to be performed in development of research opportunities as follows:

1. Assist in the development of synergistic relationships with private sector companies and/or entities that might be useful collaborators with UT staff.

2. Explore possible development of new federal and state transportation logistics systems and assist in linking UT staff to on-going policy and strategic planning efforts.

3. Assist in marketing and business development of transportation technology related products developed by UT as requested.

4. Provide marketing and business development assistance for transportation technology related research, development, testing, and demonstration capabilities of UT to local, state, and federal agencies as well as private industry.

5. Provide assistance in linking UT to transportation opportunities within the Department of Defense.

6. Provide consultation and advice to UT on transportation related opportunities.

7. Provide professional services as necessary and appropriate to carry out the above services.

8. Provide written and oral reports as may be requested from time to time.

PROPOSED BUDGET AND PAYMENTS:

This Amendment 2 authorizes work for FY2008 (October 1, 2007 through September 30, 2008), and adds \$98,000 in budget to accomplish the above Statement of Work. Payment of \$98,000 for the FY2008 effort will be made in full upon the commencement of work and presentation of an invoice from NTRCI.

The total budget authorized for work under this Task Order 004 is increased from \$150,000 to \$248,000.

NTRCI

AMENDMENT NO.1

to

EXHIBIT A

TASK ORDER No. 004

to

AGREEMENT .

between

NATIONAL TRANSPORTATION RESEARCH CENTER, INC.

and

THE UNIVERSITY OF TENNESSEE

PROJECT: MARKETING SERVICES

This Amendment No. 1 to Task Order No. 004 ("TO 004") between the parties dated August 6, 2004, is entered into effective October 1, 2005, pursuant to the Agreement between National Transportation Research Center, Inc. ("NTRCI") and The University of Tennessee ("UT") dated November 19, 2002 ("UT-NTRCI Agreement"). The Task Order 004 is amended as follows:

1. ATTACHMENTS: A-1-

Statement of Work with Deliverables and

Due Dates and Budget

A-1 Amendment 1

Task Order 004 is amended as set forth

on A-1 Amendment 1

3. PERIOD OF PERFORMANCE:

Beginning Date: August 15, 2003 Completion Date: September 30, 2006 Period of Performance is extended from October 1, 2004 through September 30, 2007.

4. PRINCIPAL INVESTIGATORS:

For Performing Party:

For Funding Party:

Principal Investigator: Joseph A. Petrolino Principal Investigator: Denise Barlow Principal Investigator for Funding Party is revised to read: Denise Barlow

5. BUDGET: Attached as Attachment A-1. The total budget for this Task Order 004 is increased from \$50,000 to \$150,000. The budget for FY2006 authorized by this Amendment 1 is \$50,000 to be paid in full upon commencement of work, and presentation of an invoice from NTRCI. The budget for FY2007 authorized by this Amendment 1 is \$50,000 to be paid on October 1, 2006 upon commencement of work and presentation of an invoice from NTRCI

All other terms and conditions of this Task Order 004 remain unchanged.

IN WITNESS WHEREOF, the parties have executed this Amendment 1 to Task Order No. 004 as of the date first above written.

NATIONAL TRANSPORTATION RESEARCH CENTER, INC.	THE UNIVERSITY OF TENNESSEE
By Bould I	By: Oanise Barlow
Name Joseph A. Petrolino	Name:
Title: President and CEO	Title:
Date: 10 (u /05	Date: 11 19 05
	Grent feather 11/19/05
	Main & Bris 12/13/05

TO

ATTACHMENT A-1

STATEMENT OF WORK and DELIVERABLES:

UT desires assistance in developing new research opportunities with private industry and federal agencies, particularly focusing on new vehicle technologies, logistics, and other transportation systems. UT requests marketing services to be performed in development of research opportunities as follows:

- 1. Assist in the development of synergistic relationships with private sector companies and/or entities that might be useful collaborators with UT staff.
- 2. Explore possible development of new federal and state transportation logistics systems and assist in linking UT staff to on-going policy and strategic planning efforts.
- 3. Assist in marketing and business development of transportation technology related products developed by UT as requested.
- 4. Provide marketing and business development assistance for transportation technology related research, development, testing, and demonstration capabilities of UT to local, state, and federal agencies as well as private industry.
- 5. Provide assistance in linking UT to transportation opportunities within the Department of Defense.
- 6. Provide consultation and advice to UT on transportation related opportunities.
- 7. Provide professional services as necessary and appropriate to carry out the above services.
- 8. Provide written and oral reports as may be requested from time to time.

PROPOSED BUDGET AND PAYMENTS:

This Amendment 1 authorizes work for FY2006 (October 1, 2005 through September 30, 2006) and FY2007 (October 1, 2006 through September 30, 2007), and adds \$100,000 in budget to accomplish the above Statement of Work. Payment of \$50,000 for the FY2006 effort will be made in full upon the commencement of work and presentation of an invoice from NTRCI. Payment of \$50,000 for the FY2007 effort will be made on October 1, 2006 upon commencement of work and presentation of an invoice from NTRCI.

The total budget authorized for work under this Task Order 004 is increased from \$50,000 to \$150,000.

ORIGINAL CONTRACT

NTRCI

EXHIBIT A

TASK ORDER No. 004

to

AGREEMENT

between

NATIONAL TRANSPORTATION RESEARCH CENTER, INC.

and

THE UNIVERSITY OF TENNESSEE

PROJECT: Marketing Services

This Tas	k Order is entere	1 into by mutu	al agreeme	nt of the par	ties hereto	, effective this
6th day of_	August	, 2004, pur	suant to ar	nd in accorda	ince with t	he Agreement
between Nation	al Transportation	Research (er, Inc.	("NTRCI")	and The	University of
Tennessee ("UT	"), either singly	referred to as	arty" or	collectively	referred to	as "Parties,"
dated November	19, 2002 (Agreer	nent).	•	•		

- 1. ATTACHMENTS: A-1 Statement of Work, Deliverables and Budget
 - A-2 Reserved
 - A-3 Reserved
 - A-4 Reserved
 - A-5 Reserved
 - A-6 Reserved

1. **DEFINITIONS:**

- a. "Funding Party," shall mean the Party that provides funds to the other Party for the performance of this Task Order.
- b. "Performing Party," shall mean the Party that receives funds from the Funding Party for the performance of this Task Order.
- **2. STATEMENT OF WORK:** The Project is identified as Marketing Services and is described in the SOW dated August 6, 2004 attached hereto ("Attachment A-1").

3. PERIOD OF PERFORMANCE:

Beginning Date: <u>December 1, 2003</u> Completion Date: <u>September 30, 2004</u>

4. PRINCIPAL INVESTIGATORS:

For Performing Party: For Funding Party:

Principal Investigator: Joseph A. Petrolino Principal Investigator: Don Reed

- 5. BUDGET: Attached as Attachment A-1.
- **6. DELIVERABLES AND DUE DATES:** The milestones for the Project are as set out in the SOW attached hereto as Attachment A-1.
- 7. PRINCIPAL PERSONNEL AND SUBCONTRACTORS: Not applicable.
- 8. INTELLECTUAL PROPERTY RIGHTS. Not applicable. The parties do not anticipate that intellectual property rights will be created under this Task Order.
- 9. PUBLICATION RIGHTS. Not applicable.
- 10. MODIFICATION: This Task Order may be amended only in writing signed by UT and NTRCI.

IN WITNESS WHEREOF, the parties hereto have executed this Task Order No. 004 as of the date first above written.

NATIONAL TRANSPORTATION RESEARCH CENTER, INC	THE UNIVERSITY OF TENNESSEE
By: De Some	By: Avenise Barlow
Name: Joseph A. Petrolino	Name:
Title: President and CEO	Title:
Date: 6/6/04	Date: 9/16/04

ATTACHMENT A-1

STATEMENT OF WORK, BUDGET AND DELIVERABLES

TASK ORDER NUMBER 4

To

The University of Tennessee

August 6, 2004

ATTACHMENT A-1

STATEMENT OF WORK and DELIVERABLES:

UT desires assistance in developing new research opportunities with private industry and federal agencies, particularly focusing on new vehicle technologies, logistics, and other transportation systems. UT requests marketing services to be performed in development of research opportunities as follows:

- 1. Assist in the development of synergistic relationships with private sector companies and/or entities that might be useful collaborators with UT staff.
- 2. Explore possible development of new federal and state transportation logistics systems and assist in linking UT staff to on-going policy and strategic planning efforts.
- 3. Assist in marketing and business developed on the University as ... quested.
- 4. Provide marketing and business development assistance for transportation technology related research, development, testing, and demonstration capabilities of UT to local, state, and federal agencies as well as private industry.
- 5. Provide assistance in linking UT to transportation opportunities within the Department of Defense.
- 6. Provide consultation and advice to UT on transportation related opportunities.
- 7. Provide professional services as necessary and appropriate to carry out the above services.
- 8. Provide written and oral reports as may be requested from time to time.

BUDGET:

NTRCI will receive equal monthly payments of \$5000 each for a total of \$50,000 for the period of performance for the above level of effort. Invoices will be submitted on the first of each month commencing December 1, 2003